

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	Chapter 11
)	
MARBLES LLC,)	Case No. 17-03308
)	
Debtor.)	Honorable Timothy A. Barnes
)	

In re:)	Chapter 11
)	
MARBLES HOLDINGS, LLC,)	Case No. 17-03309
)	
Debtor.)	Honorable Timothy A. Barnes
)	

In re:)	Chapter 11
)	
MARBLES BRAIN WORKSHOP, LLC,)	Case 17-03310
)	
Debtor.)	Honorable Timothy A. Barnes
)	
)	Hearing Date: February 8, 2017
)	Hearing Time: 10:00 a.m.

NOTICE OF MOTION

PLEASE TAKE NOTICE that on **Wednesday, February 8, 2017, at 10:00 a.m.** we shall appear before the Honorable Timothy A. Barnes of the United State Bankruptcy Court for the Northern District of Illinois, or any other judge sitting in his place and stead, at Courtroom 744 in the Dirksen Federal Building, 219 S. Dearborn Street, Chicago, Illinois, and then and there present the **MOTION OF DEBTORS FOR ENTRY OF AN ORDER DIRECTING JOINT ADMINISTRATION OF CASES**, a copy of which is hereby served upon you.

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**Proposed Counsel for Marbles Holdings, LLC, Marbles
LLC and Marbles Brain Workshop, LLC**

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**MOTION OF DEBTORS FOR ENTRY OF AN ORDER
DIRECTING JOINT ADMINISTRATION OF CASES**

NOW COME Marbles Holdings, LLC (“**Holdings**”), Marbles LLC (“**Marbles**”), and Marbles Brain Workshop, LLC (“**Workshop**”), debtors and debtors in possession (collectively, the “**Debtors**”), by and through their undersigned proposed counsel and, pursuant to Rule 1015 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), move this Court for entry of an order directing the joint administration of their respective chapter 11 cases for procedural purposes only (the “**Motion**”). In support of the Motion, the Debtors respectfully state as follows:

I. FACTUAL BACKGROUND

1. On February 3, 2017 (the “**Petition Date**”), the Debtors filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101 et seq. (the “**Code**”). Since the Petition Date, the Debtors have remained in possession of their assets and have continued to operate their business as debtors in possession in accordance with 11 U.S.C. §§ 1107 and 1108.

2. Neither a trustee nor a committee of unsecured creditors has been appointed in the Chapter 11 Cases.

3. The Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334. Venue lies properly in this Court pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A). The predicates for the relief requested herein are section 105(a) of the Code and Rule 1015 of the Bankruptcy Rules.

4. The nature of the Debtors’ business and the factual background relating to the commencement of the Chapter 11 Cases are set forth in more detail in the *Declaration of Garisha Chandraraj in Support of Chapter 11 Petitions and First-Day Motions* (the “**Declaration**”) filed on the Petition Date and incorporated herein by reference.¹

II. RELIEF REQUESTED

5. By this Motion, the Debtors seek an order directing the joint administration of these Chapter 11 Cases, for procedural purposes only, subject to Bankruptcy Rule 1015(b).

6. The joint administration of the Chapter 11 Cases will obviate the need for duplicate notices, applications, and orders, and thereby save considerable time and expense for

¹ Any capitalized terms not otherwise defined in the Motion shall have the same meaning as ascribed in the Declaration.

the Debtors and, consequently, their estates. The Debtors anticipate that numerous notices, applications, motions, pleadings, hearings, and orders will affect several of the Debtors.

7. Joint administration will also save time and money and avoid duplication and potentially confusing filings by permitting counsel for all parties in interests to (a) use a single caption on the numerous documents that will be served and filed in the Chapter 11 Cases; and (b) file papers in one case rather than in multiple cases. Joint administration will also protect parties in interest by ensuring that parties to each of the Chapter 11 Cases are apprised of all the various matters before the Court in these cases.

8. The rights of the respective creditors of the Debtors will not be adversely affected by joint administration of these Chapter 11 Cases, because each creditor may still file its claim against a particular estate; the relief sought is purely procedural and is in no way intended to affect substantive rights. In fact, the rights of all creditors will be enhanced by the reduction in costs resulting from joint administration.

9. The Clerk of the Court will also be relieved of the burden of entering duplicative orders and maintaining duplicative files. Finally supervision of the administrative aspects of the Chapter 11 Cases by the Office of the United States Trustee will be simplified.

10. For the foregoing reasons, the interests of the Debtors and their creditors and equity security holders would be best served by joint administration of the Chapter 11 Cases.

11. To facilitate the joint administration of the Chapter 11 Cases, the Debtors request that the official caption to be used by all parties in the jointly administered cases be as follows:

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In re:) Chapter 11
)

MARBLES HOLDINGS, LLC, et al.,)	Case No. 17-03309
)	(Jointly Administered)
Debtors.)	
)	Honorable Timothy A. Barnes
_____)	

12. The Debtors also request that a docket entry substantially similar to the following be entered on the docket of each case that is not the lead case to reflect the joint administration of the Chapter 11 Cases:

An order has been entered in accordance with Federal Rule of Bankruptcy Procedure 1015(b) directing the joint administration of these chapter 11 cases of Marbles Holdings, LLC and its affiliated debtors. All further pleadings and other papers shall be filed in, and further docket entries shall be made in, Case No. _____.

III. BASIS FOR RELIEF REQUESTED

13. Pursuant to Bankruptcy Rule 1015(b), if two or more petitions for relief are pending in the same court by or against a debtor and an affiliate or general partner, the court may order joint administration of the cases. The Debtors are “affiliates” as that term is defined in section 101(2) of the Code, in that Holdings directly or indirectly owns, controls, or holds with power to vote, one hundred percent (100%) of the issued and outstanding securities in Marbles and Workshop. Accordingly, this Court is authorized to grant the relief requested herein.

14. Section 105(a) of the Code also provides this Court with the power to grant the relief requested herein. Section 105(a) states that a bankruptcy court “may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions” of the Code. 11 U.S.C. § 105(a).

IV. NOTICE

15. Notice of the filing of this Motion and the hearing scheduled therefor has been provided by CM/ECF, overnight delivery, and/or facsimile to: (a) the Office of the United States

Trustee for the Northern District of Illinois; (b) each of the Debtors' 20 largest unsecured creditors pursuant to Federal Rule of Bankruptcy Procedure 1007(d); (c) counsel to the Debtors' secured lenders, Amzak Capital Management, LLC and AMPR Marbles Investors, LLC; (d) the Debtors' depository institution, JPMorgan Chase; and (e) all other parties who have requested notice and service of pleadings in any of the Chapter 11 Cases. In light of the nature of the relief requested, the Debtors submit that no other or further notice is required.

WHEREFORE, Marbles Holdings, LLC, Marbles LLC, and Marbles Brain Workshop, LLC, debtors herein, respectfully request the entry of an order in accordance with the foregoing recommendations in the form filed herewith and made a part hereof without further notice, and for such other and further relief as is just.

Respectfully Submitted,

MARBLES HOLDINGS, LLC, MARBLES
LLC, and MARBLES BRAIN
WORKSHOP, LLC

By: /s/ Erich S. Buck
One of their proposed attorneys

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